

MEMORANDUM OF ORGANIZATION AND FUNCTION

SUBJECT : Organization and Function of the Office of the General Counsel, Central Intelligence Agency

1. **MISSION.** The General Counsel is responsible for all legal affairs and for legal aspects of all legislation affecting the Agency.
2. **ORGANIZATION.**

a. The Office of the General Counsel was placed in 1950 in the Office of the Deputy Director (Administration). Prior thereto it had reported directly to the Director. In view of the fact that the legal function is not susceptible of administrative control and is equally responsive to the problems of administration and operations, the General Counsel still reports directly to the Director when appropriate but has remained in the Office of the Deputy Director (Administration) for administrative convenience.

b. The legislative function is separate from the strictly legal activities of the Office and is treated in a separate paper. Otherwise, the Office is organized generally in the manner of a private law firm, available for advice on legal matters arising out of official business for all components of the Agency at all levels by direct inquiry.

c. All attorneys are expected to attain efficiency in all aspects of the Agency's legal work, and there are no specialists or attorneys concentrating exclusively in particular fields. The only types of assignments are those arising out of separation in space and occasional special requests of certain components. Thus, one senior lawyer is normally occupied full time with logistics matters, particularly procurement and contract problems, but the various attorneys are rotated in and out of this duty to prevent specialization.

d. Classification of initial appointments is based on a combination of education, background, and legal experience. Promotion is based on demonstrated ability to apply legal

knowledge effectively to the particular problems of the Agency. The theory of the organization is to maintain a small group of experienced general practitioners any one of whom can give sound legal advice on any problem of law arising out of official business. A recent development has been the assignment of lawyers overseas, one each to the Senior Representatives in Germany and the Far East, upon specific requests from those headquarters.

a. The present General Counsel and his Deputy have occupied their present positions with this and predecessor agencies since 1944. Their biographical sketches and those of other senior attorneys are attached as Appendix A.

3. **FUNCTIONS.** Inasmuch as the responsibilities of the General Counsel's Office for legal advice reach to all activities of the Agency, problems encountered cover all aspects of the law. No attempt will be made to give a complete description, but an indication of some of the problems peculiar to this Agency is set forth below:

a. The Central Intelligence Agency was established by statute, so the basic legal function is the interpretation of the applicable statutes and their application to Agency problems. Involved here too are the conduct of relationships with the Congress and the special problems of the legal background involved in the release of information to the Congress, which are covered in greater detail in a separate paper. The relations with the other branch of the Government, the Judiciary, have also been a matter of much study, and there has been one test case in the Federal Courts with inconclusive results as to the right of the courts to compel testimony by employees of CIA under circumstances where confidential relations exist.

b. Within the Agency there are many problems normal to all Government agencies which create special legal questions because of the very wide authorities and exceptions granted to this Agency by the Congress. In the field of personnel, there is for consideration the Director's authority, when he deems it in the national interest, to terminate any employee in the Agency. This involves various considerations of relationship to the President's Loyalty and Security Program, the implications of the Veterans Preference Act, and the establishment of procedures designed to assure the rights of any employee considered under this termination authority.

c. In the fiscal field the Congress gave the Agency very wide powers, thereby creating many special problems. The normal laws and regulations applying to obligations,

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expenditure, certification, accounting, lapsed appropriations, and similar technical matters must be adjusted to the extent necessary to meet the special requirements of this Agency. The question of the need for and the extent of such adjustment is frequently for consideration by this Office. On the unreviewed side, those expenditures not reviewed outside of the Agency, this Office functions somewhat in the capacity of the Comptroller General in normal Government fiscal matters. In the security and medical areas too many problems inherent in such activities are further complicated by security and operational factors.

d. The great bulk of the work of the Office of the General Counsel arises out of covert activities, roughly 80-85 per cent by time spent. Here every type of legal problem arises and this Office is responsible for guidance not only on the internal aspects but also on the outside legal implications of Agency activities carried out through Government facilities. Thus, an agent's cover contractual arrangements must be consistent with his contractual undertakings with the Agency. His cover tax situation might require one action which then must be cleared by internal arrangements or special arrangements with Internal Revenue.

e. Many outside legal problems, particularly in connection with proprietary activities of the Agency, require outside legal help. For this purpose we have formed a panel of lawyers in private practice who are cleared and kept available for assistance to the cover activities. These lawyers are retained in normal fashion by the cover activity but liaison is established between them and the Office of the General Counsel so that they may be guided to the extent necessary by the operational requirements of the Agency. This can create a very delicate relationship, but so far this panel of lawyers has been markedly successful. With very rare exceptions the members of the legal profession approached for assistance in covert operations have responded enthusiastically and capably.

f. In all its aspects, internal and external, the Office of the General Counsel performs a purely staff function. It has no command or directive responsibilities.

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